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**UNITED STATES BANKRUPTCY COURT**  
**FOR THE DISTRICT OF NEVADA**

In re:  HORIZON RIDGE MEDICAL & CORPORATE CENTER, L.L.C.,  Debtor.	Case No.: BK-S-12-13906-BTB Chapter 11
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**DECLARATION OF DR. RICK ABELSON IN SUPPORT OF THE EMERGENCY  
MOTION FOR STAY PENDING APPEAL OF ORDER CONFIRMING LENDER'S  
LIQUIDATION PLAN**

I, Rick Abelson, hereby declare as follows:

1. I am over the age of 18 and am mentally competent. I have personal knowledge of the facts in this matter and if called upon to testify, could and would do so. I make this declaration in support of the *Emergency Motion for Stay Pending Appeal of the Order Confirming Lender's Liquidating Plan* (the "Motion").<sup>1</sup>

2. I am Debtor's manager and designated representative. Except as otherwise indicated, all of the facts set forth in this Declaration are based upon my personal knowledge of Debtor's operations and finances, information learned from my review of relevant documents and information supplied to me by other members of Debtor's management and Debtor's business and legal advisors. If called upon to testify as to the content of this Declaration, I could and would do so.

<sup>1</sup> All capitalized, undefined terms shall have the meanings ascribed to them in the Motion.

**Debtor's Operation of the Horizon Ridge Medical Center.**

3. HRMC was formed in 1999 with the goal and purpose of finding land to build a medical complex, designing and building a medical complex, and ultimately operating that medical complex.

4. Today, after nearly fifteen years of significant hard work and investment, HRMC owns and operates the Horizon Ridge Medical Center (the "Center"), a two-story, multi-tenant office building located at 2610 W. Horizon Ridge Parkway, Henderson, Nevada 89052, APN 177-25-702-024.

5. The Center consists of six first-floor suites, and seven second-floor suits, one of which has been subdivided into nine suites, for a total of twenty-one suites.

6. As of the commencement of the Confirmation Hearing, the Center was 83% leased. Since the Confirmation Hearing, HRMC has secured one additional tenant and the renewal of a lease making the Center currently 95% occupied, with the high lease occupation guaranteed through at least the end of 2014.

**The Secured Loan and Bankruptcy Case**

7. On or about February 4, 2003, GMAC Commercial Mortgage ("GMAC") lent HRMC the original principal amount of \$4.43 Million (the "Secured Loan") and HRMC executed the Promissory Note (the "Secured Note") in favor of GMAC.

8. As security for the repayment of the Secured Note, HRMC and GMAC entered into: (i) a Deed of Trust and Security Agreement; (ii) an Assignment of Leases and Rents; (iii) a Replacement Reserve Agreement; and (iv) a Tenant Improvement and Leasing Commission Reserve Agreement (the "TI Reserve Agreement").

9. Following a dispute over Lender's refusal to reimburse HRMC for tenant reserve expenses and despite HRMC's ability to continue to pay on the Secured Loan, on April 2, 2012, HRMC filed a voluntary Chapter 11 petition.

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10. To date, HRMC has paid Lender \$440,988.92 in adequate protection payments, which payments will continue during the Appeal at the rate of \$21,127 per month.

I declare under penalty of perjury of the laws of the United States that these facts are true to the best of my knowledge and belief.

DATED this 7<sup>th</sup> day of March, 2014.

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Dr. Rick Abelson